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THE AMAZING SPIDER-MAN®

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MY ENEMIES— UNMASKED!

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DEFALCO BENNETT LAROSA

THE AMAZING Stan Lee presents: SPIDER-MAN

IN FINAL BATTLE WITH THE BLACK TARANTULA!

THE MOANS OF THE INJURED -- HARD MEN WHO WENT DOWN EVEN HARDER -- ECHO BEHIND ME AS I STRUGGLE TO REMAIN UPRIGHT, MY LEFT ARM DANGLING USELESSLY AT MY SIDE.

THE ACRID SMELL OF BURNING DEBRIS MIXES WITH THE PUNGENT AROMA OF BLOOD...AND MY OWN STARK FEAR.

TODAY IS A LOUSY DAY TO DIE!

ESPECIALLY AT THE HANDS OF A STONE KILLER LIKE THE **BLACK TARANTULA**...

YOU APPEAR TO BE A MAN OF ***HONOR***, SPIDER-MAN. WELL-INTENTIONED BUT SOMEWHAT MISGUIDED.

THIS ISN'T YOUR FIGHT. ***GO!*** WALK AWAY, AND I WILL ALLOW YOU TO ***LIVE!***.

SORRY! WE SUPER HEROES DON'T EXACTLY HAVE A UNION --

-- BUT MY PEERS WOULD CONSIDER ME THE ***ERIC CARTMAN*** OF THE COSTUMED CROWD IF I TOOK YOUR OFFER!

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FOR A SEEMINGLY ETERNAL MOMENT, THE TARANTULA STANDS PERFECTLY STILL, HIS EYES WIDENING IN...ANNOYANCE? BAFFLEMENT? TERROR?

I MAY NOT FULLY UNDERSTAND YOUR INANE PRATTLING, BUT I DO KNOW THAT YOUR LIFE IS MINE TO TAKE!

Uhhh... SCRATCH TERROR!

PLEASE DO NOT FORCE ME TO KILL YOU!

HEY! FINE BY ME! HOW'S ABOUT WE ORDER IN A PIZZA, AND DISCUSS OUR FAVORITE SCENES FROM ***TITANIC?!***

I WISH YOU WOULD TAKE MY THREATS SERIOUSLY.

THOSE FOR WHOM YOU RISK YOURSELF ARE ***UN-WORTHY*** OF SUCH SACRIFICE.

AND THEY SPEAK ***SOOO*** HIGHLY OF YOU!

MY SPIDER-SENSE WARNS ME THAT HE'S ABOUT TO RENEW HIS ATTACK, WHEN I SUDDENLY GET A MOST UNEXPECTED REPRIEVE --!

YOU LUNATICS CHOSE THE WRONG PLACE TO SETTLE YOUR DIFFERENCES!

THESE GROUNDS ARE UNDER THE PROTECTION OF *HYDRA*, AND WE TAKE CARE OF OUR OWN!

IT'S A SECOND **KILLDROID**, *A HEAVILY ARMORED PERSONAL COMBAT SUIT DESIGNED TO TAKE ON A SMALL ARMY --*

-- BUT NOWHERE NEARLY POWERFUL ENOUGH TO CHALLENGE THE **BLACK TARANTULA!**

GET OUT OF HERE, MAN! ***RUN!*** HE DEMOLISHED YOUR BUDDY, AND WILL DO THE SAME TO YOU!

THE KILLDROID LAUGHS AT MY WARNING --

-- BUT HIS MERRIMENT DIES AS SOON AS THE TARANTULA BEGINS SHOWERING HIM WITH HIGH-IMPACT **BLOWS!**

WITH FISTS MORE POWERFUL THAN ANY PILE DRIVER, HE SOON SHATTERS THE THIN TITANIUM STEEL SHELL --

-- PEELING AWAY THE METAL CASING AS IF IT WERE A SOFT-BOILED EGG!

THOUGH THE KILLDROID'S OPERATOR WOULD HAVE SURELY BLOWN ME AWAY WITHOUT A SECOND'S HESITATION --

-- I INSTINCTIVELY WANT TO SPRING TO HIS AID!

UNFORTUNATELY, IN MY PRESENT CONDITION, I CAN HARDLY STAND --

-- MUCH LESS DO ANY SPRINGING --

-- SO HE HAS TO SETTLE FOR A WAD OF WEBBING --

THWIP

-- WHICH BARELY MANAGES TO CUSHION HIS IMPACT!

I KNEW I WAS IN FOR A MAJOR BATTLE, BUT I NEVER THOUGHT-- COULDN'T HAVE IMAGINED -- IT WOULD END AS DISASTROUSLY AS THIS --!

AND, THOUGH MY TIME WOULD BE BETTER SPENT PLANNING AN ESCAPE STRATEGY, I JUST CAN'T STOP MYSELF FROM REVIEWING THE EVENTS WHICH BROUGHT ME HERE...

YOUR LIFE MAY BE AT SERIOUS RISK!

SINCE WHEN ARE YOU Mr. CAUTIOUS?!

I KNOW I'M IN DANGER! IT'S BEEN THE STATUS QUO AROUND HERE EVER SINCE NORMAN OSBORN CAME BACK ON THE SCENE!

YOU CAN'T BUNDLE ME OFF TO MY SISTER IN PITTSBURGH BECAUSE YOU SUDDENLY GOT A HINT OF A NEW PERIL!

THIS ISN'T JUST A ***HINT!*** I RECENTLY LEARNED THAT THE ***BLACK TARANTULA*** HIRED TWO MAJOR LEAGUE LEG-CRUSHERS FOR A SNATCH!

AND I SHOULD ***CARE*** BECAUSE --?!

BECAUSE THE TARGET IS ONE OF THESE WOMEN!

AS SHOWN LAST ISSUE – Researchin' Ralf.

B-BUT THIS IS ***ME***...WITH ***MARINA CACHES*** AND ***SHANTAL WILSK!***

WELL... DUHHHH!

SPARE ME THE SARCASM, PETER.

I...I'M SORRY, MARY JANE. IT'S JUST THAT I FEEL SO HELPLESS.

THE ONE TIME I DID GO UP AGAINST THE TARANTULA -- HE WIPED THE STREETS WITH ME!

I REMEMBER...

I JUST WANT YOU OUT OF HARM'S WAY.

I KNOW HOW ***THAT*** FEELS...BUT I WON'T DESERT MY FRIENDS.

YOU SURE HE ISN'T AFTER YOU?

IT'S A PRETTY SAFE BET! FROM WHAT YOU'VE TOLD ME, THIS CLOWN IS SOME KIND OF IMMORTAL CRIMELORD WHO'S BASED IN SOUTH AMERICA.

SHANTAL'S FATHER IS A WELL-KNOWN CRIMINAL ATTORNEY, BUT ***MARINA*** IS THE MORE LIKELY SUSPECT.

SHE ACTUALLY COMES FROM ***BRAZIL.***

MAYBE ***SPIDER-MAN*** SHOULD --

SHOULD ***STEP BACK*** WHILE HIS WIFE CHATS UP ***MARINA!***

LISTEN UP, MISTER --! AS MUCH AS I HATE IT, I TRY TO BE SUPPORTIVE WHENEVER YOU TAKE RISKS.

THAT'S WHO ***YOU*** ARE -- A MAN WITH AN AMAZING SENSE OF RESPONSIBILITY!

NOW IS WHEN I NEED THE SAME UNDERSTANDING --

-- BECAUSE I'M NOT SOMEONE WHO ABANDONS HER FRIENDS!

I SPEND THE REST OF THE NIGHT TRYING TO BUDGE HER, BUT IT'S A WASTE OF BREATH. AND SO, EARLY THE NEXT MORNING...

MARY JANE? WHAT A PLEASANT SURPRISE!

HI, MARINA...

WE NEED TO TALK.

SURE...OF COURSE...PLEASE COME IN...BUT I MUST WARN YOU THAT I'M EXPECTING COMPANY...

LOOKS LIKE MARY JANE'S HUNCH WAS DEAD ON!

THE PEEPER CAMPED OUTSIDE MARINA'S HOUSE WORKS FOR THE BIG T!

WELL, WELL! IF IT ISN'T CHEERFUL *CHESBRO --!*

SPIDER-MAN!

NOW THAT WE'VE GOT THE FORMAL INTROS OUT OF THE WAY, YOU MIND TELLING ME ***WHY*** MARINA CACHES IS UNDER YOUR WATCHFUL EYE?

OBVIOUSLY, I AM HERE AT THE REQUEST OF MY ILLUSTRIOUS MASTER.

Y-YOU'RE NOT EVEN GOING TO DENY IT?

WHAT PURPOSE WOULD BE SERVED?

Uh... ***NONE***...I GUESS... BUT I'VE GOT A MESSAGE FOR YOUR BOSS!

TELL HIM TO ***BACK OFF!*** THE LADY'S UNDER MY PROTECTION.

FORGIVE MY IMPUDENCE, BUT I FEAR YOU WILL LIVE TO REGRET THAT DECISION.

WE'LL SEE ABOUT THAT! BY THE WAY, WHAT'S HIS INTEREST IN MS. CACHES?

ASK HER YOURSELF! IT IS NOT MY PLACE TO DISCUSS THE MASTER'S PRIVATE AFFAIRS.

STOP FIDGETING FABIAN! MOMMY'S TALKING TO HER FRIEND.

I ASSUME THIS IS IMPORTANT, MARY JANE...

AS YOU KNOW MY HUSBAND WORKS FOR THE ***DAILY BUGLE***...

HE FOUND THAT PICTURE AT A C***RIME SCENE.***

C-CRIME SCENE --?!

Oh, GOD!

MARINA, I HAVE TO ASK IF YOU'VE EVER HEARD OF ANYONE CALLED THE ***BLACK TARANTULA.***

Y-YES...

I USED TO BE *MARRIED* TO HIM!

WHAT--?!

"WHAT CAN I SAY, MARY JANE? LOVE HAS BEEN KNOWN TO MAKE FOOLS OF US ALL.

"I FIRST MET ***CARLOS LaMUERTO*** WHILE I WAS ATTENDING GRADUATE SCHOOL IN THIS VERY COUNTRY.

"HE WAS ATTACHED TO THE ARGENTINEAN ***DIPLOMATIC MISSION!***

"CARLOS WAS SO ***HANDSOME!*** SO ***CHARMING!***

"HE TOLD ME HIS FAMILY WAS INVOLVED IN...THE ***SERVICE INDUSTRIES,*** I BELIEVE WAS HIS TERM FOR IT!

WE HAD BEEN MARRIED FOR ALMOST A YEAR, AND I WAS ALREADY PREGNANT WITH FABIAN, WHEN I FIRST LEARNED THE TRUTH...

"THE ***SERVICES*** HIS FAMILY PROVIDED WERE ***THEFT, EXTORTION*** AND ***MURDER!***"

"LIKE HIS FATHER, GRANDFATHER -- AND EVERY FIRST BORN DOWN TO SOME UNNAMED ANCESTOR -- MY CARLOS HAD TAKEN UP THE MANTLE OF THE ***BLACK TARANTULA!***

"REALIZING THAT HE EXPECTED OUR SON TO FOLLOW THIS GRIM FAMILY TRADITION, I BIDED MY TIME --

"-- EVENTUALLY ESCAPING HIS FAMILY COMPOUND AND FLEEING BACK TO THE ***UNITED STATES!***

I LATER FILED FOR DIVORCE, BUT I HAVE ALWAYS FEARED THE DAY WOULD COME WHEN CARLOS DEMANDED THE RETURN OF HIS SOLE ***HEIR!***

TRY TO STAY CALM, MARINA! WE HAVE NO PROOF HE -- ***LISTEN!***

RINGGG

TH-THAT'S THE FRONT DOOR!

MAYBE YOU SHOULD TAKE FABIAN INTO ANOTHER ROOM AND LET ME ANSWER IT.

NO! IF IT'S CARLOS, IT'S MY RESPONSIBILITY TO --

WHOA! SLOW DOWN, MARINA! IT'S ONLY ME.

D-DANTE --?!

YOU OKAY? WE STILL TAKING THE KID ON A PICNIC?

DANTE, I... I WISH THERE WAS A BETTER WAY... TO BREAK THIS TO YOU...

B-BUT I THINK *CARLOS* IS NEAR!

TAKE IT EASY, HONEY! I ALWAYS ASSUMED HE'D BE BACK!

GRAB THE KID! I WON'T LET THAT FOUL-TEMPERED MANIAC NEAR YOU OR YOUR SON!

COME ON! MY GODFATHER HAS AN ESTATE ON STATEN ISLAND WITH TONS OF SECURITY!

WE'LL BE ***SAFE*** THERE!

TH-THANKS FOR THE WARNING, MARY JANE!

I... I'LL CALL YOU WHEN THINGS SETTLE DOWN!

THAT WON'T BE NECESSARY!

I'M COMING!

I...I CAN'T ALLOW YOU TO PUT YOURSELF IN JEOPARDY!

DON'T WORRY ABOUT ME, MARINA --

-- I HAVE A PERSONAL **GUARDIAN ANGEL** WHO PRACTICALLY GUARANTEES MY SAFETY!

ARRRGH!

I WISH SHE'D JUST GO HOME... AND LEAVE THE HERO STUFF TO ME!

THIS MAY BE A GRAND ADVENTURE TO **MARY JANE** --

-- BUT I DON'T RELISH THE PROSPECT OF ANOTHER POUNDING AT THE HANDS OF THE **BLACK TARANTULA!**

SURE I'VE FOUGHT OTHER JOKERS WHO WERE FAR STRONGER AND MORE POWERFUL THAN THE **T-MAN** --

-- BUT MY SPIDER-LIKE **SPEED** AND **AGILITY** ALWAYS GAVE ME A SLIGHT EDGE!

UNFORTUNANTLY, THE TARANTULA BEATS ME ON **ALL** COUNTS!

HE'S LIKE FIGHTING A **SUPERCHARGED** VERSION OF MYSELF!

THERE'S GOTTA BE A WAY TO BEAT HIM!

I JUST HOPE I FIND IT BEFORE HE KILLS ME!

I'M DYING, DON FORTUNATO!

SHRIVELING BEFORE YOUR VERY EYES!

WHAT IS YOUR PROBLEM, MY FRIEND?

TAKE A WILD *GUESS!*

AT YOUR REQUEST, I SURRENDERED MY HIJACKING BUSINESS TO THE *BLACK TARANTULA.* HOW DOES HE REPAY MY KINDNESS?

HE HIRES TWO BONE-BUSTERS TO SEND MY ASSOCIATE -- MY DEAR, SWEET *DELILAH* -- INTO THE HOSPITAL!

SHE'S NOW IN *POLICE CUSTODY*...WHERE SHE'LL SPEND THE REST OF HER LIFE IF MY STUPID LAWYER DOESN'T GET HIS ACT TOGETHER.

PLEASE CONVEY MY SYMPATHY TO THE POOR WOMAN!

THAT'S *IT?! YOUR... SYMPATHY?!*

DO YOU SEE THE TROPHY ON THE MANTLE?

THE TARANTULA GAVE IT TO ME.

I WANT YOUR HONEST OPINION, MY FRIEND. IF YOU WERE IN MY POSITION, WOULD YOU CURRY THE FAVOR OF A MAN WHO CAN RIP THE MASK OFF *SPIDER-MAN* --

-- OR THAT OF AN INCOMPETENT, LOUD-MOUTHED, STRUTTING POPINJAY LIKE THE ROSE?

P-POPINJAY --?!

I DON'T HAVE TO TAKE YOUR INSULTS!

YOU MOST CERTAINLY *DO,* MY FRIEND!

IT WAS I WHO MADE YOU! I WHO ALLOWED YOU TO ASSUME THE TERRITORY AND IDENTITY OF THE ONCE-FEARED *ROSE!*

P-PLEASE FORGIVE ME! I MEANT NO OFFENSE.

YOU WOULD BE *NOTHING* WITHOUT ME!

NOTHING.

NOTHING EXCEPT A TEDIOUS AND WHINING NEWSPAPER MAN NAMED...

...JAKE CONOVER!

I...I HAVE ALWAYS BEEN GRATEFUL FOR THE OPPORTUNITIES YOU'VE GIVEN ME, DON FORTUNATO, AND I NEVER INTENDED ANY DISRESPECT OR --

SILENCE! I CAME TO YOUR AID WHEN YOU NEEDED MONEY BECAUSE I OWED YOU A FAVOR!

BUT I EXPECT YOU TO RUN YOUR OWN BUSINESS, AND ATTEND TO YOUR OWN PROBLEMS!

IF THE ***TARANTULA*** THREATENS YOUR LIVELIHOOD, YOU HAVE MY PERMISSION TO --

UNCLE! UNCLE!

YOU ALWAYS SAID I COULD COME TO YOU FOR ANYTHING!

WE DESPERATELY NEED ***SANCTUARY!*** THERE'S A ***MADMAN*** AFTER US!

DANTE --?

M-MISTER CONOVER --?

WHAT ARE ***YOU*** DOING HERE?

I...

...Uh...

...WELL...

IT'S A ***LLLLONG*** STORY, Mrs. PARKER!

I DON'T GET IT! THIS IS FORTUNATO'S PLACE!

WHY IN THE WORLD WOULD DANTE RIGOLETTO DRIVE --

-- OF COURSE! I CAN BE SUCH A VEG HEAD AT TIMES!

I KNEW HIS NAME SOUNDED FAMILIAR WHEN I FIRST HEARD IT!

THERE WAS A RIGOLETTO WHO USED TO RUN THE NEW YORK UNDER-WORLD MANY YEARS AGO!

THE WAY CRIME FAMILIES INTERMINGLE, DANTE AND FORTUNATO ARE PROBABLY -- Uh-Oh!

SOUNDS LIKE TROUBLE... WITH A CAPITAL T... WHICH ALSO STANDS FOR ... Ahh! NEVER MIND!

I HAVE COME FOR THE WOMAN AND THE BOY!

WHILE I HAVE NO WISH TO HARM ANYONE, I WILL NOT LEAVE WITHOUT THEM!

SURRENDER THEM IMMEDIATELY, OR FACE THE WRATH UNHOLY OF THE BLACK TARANTULA!

H-HE RIPPED THROUGH THOSE STEEL BARS LIKE THEY WERE SWISS CHEESE!

WE NEED EVERY AVAILABLE MAN AT THE FRONT GATE... AND THOSE KILLDROIDS, TOO!

I KNOW I'M GONNA REGRET THIS COME THE DAWN...

IF I SURVIVE THAT LONG!

HEY, TARANTULA! I LIKE A BIG ENTRANCE AS MUCH AS THE NEXT GUY, BUT YOURS WAS A BIT OVER THE TOP.

ME, I'M TAKING THE SUBTLE APPROACH, ENTERING WITH A FEW GRACEFUL SOMERSAULTS --

-- AND ENDING WITH A FANCY FLOURISH!

SPIDER-MAN!

I SEE THAT YOU HAVE ACQUIRED A NEW MASK!

I BOUGHT IT AT COSTUMES'R'US! THEY HAD A SPECIAL SALE FOR REPEAT CUSTOMERS.

BE A PAL, AND TRY TO LEAVE THIS ONE INTACT...AT LEAST UNTIL IT'S PAID OFF!

W-WHO DO WE SHOOT, THE TARANTULA... OR SPIDER-MAN?!

WHY PLAY FAVORITES?

BLAST 'EM BOTH!

Uhhh... FELLAS?!

I KNOW YOU AREN'T EXACTLY RHODES SCHOLARS, BUT YOU SHOULD HAVE NOTICED THAT I WAS KEEPING HIM FROM TRASHING YOU!

SAVE YOUR BREATH, SPIDER-MAN! MEN SUCH AS THESE ARE NOT PAID TO THINK.

THEY MERELY FIGHT --

AND DIE!

KWA KAWOOM

Y-YOU *KILLED* THOSE MEN IN COLD BLOOD --!

WHY DOES THAT SURPRISE YOU? WAS THAT NOT MY INTENTION?

D-DON'T YOU EVEN *UNDERSTAND* WHAT YOU'VE DONE?!

THEY MIGHT HAVE BEEN *HIRED MUSCLE*... BUT THEY ALSO HAD *FAMILIES*... AND PEOPLE WHO *LOVED* THEM!

A MAN SUCH AS YOU MAY BE TROUBLED BY SUCH PETTY THOUGHTS --

-- BUT THE ***BLACK TARANTULA*** HAS SEEN CIVILIZATIONS CRUMBLE AND ENTIRE RACES EXPIRE!

I HAVE THE LUXURY OF PLANNING ***YEARS, DECADES,*** EVEN ***CENTURIES*** IN ADVANCE!

IN A FEW DOZEN YEARS, NO ONE WILL MOURN -- OR EVEN REMEMBER -- THOSE WHO DIE HERE!

ARGH!

THINK ABOUT THAT, SPIDER MAN...

...AS YOU DESPERATELY TRY TO SHOVE YOUR DAMAGED ARM BACK INTO ITS SOCKET!

YOU, TOO, WILL ONLY BE A DISTANT MEMORY IF YOU CONTINUE TO DEFY ME!

I-IT SOUNDS LIKE A ***WAR ZONE*** OUT THERE, GODFATHER!

A-ARE YOU SURE YOUR SECURITY FORCES CAN PROTECT US FROM THAT MONSTER?

TRY TO REMAIN CALM, DANTE. OUT OF RESPECT FOR YOUR MOTHER, I HAVE ALWAYS SHIELDED YOU FROM THIS BUSINESS OF OURS... BUT I HAVE MADE DEALS WITH MANY DEVILS.

IF MY MEN FAIL TO DETER THE ***TARANTULA*** --

"-- WE CAN ALWAYS UNLEASH THE *KILLDROIDS!*"

I CAN'T BELIEVE THOSE SLACKERS AT THE FRONT GATE MADE ME ARMOR UP TO TAKE OUT A PATHETIC PUNK LIKE YOU!

I SHOULD RADIO MY BACK-UP, AND SAVE HIM THE TROUBLE OF LOCKING-IN --

-- BUT I'M GUESSING HE COULD USE THE EXTRA COMBAT PAY!

BESIDES, I HEAR *SPIDER-MAN* WAS ALSO SPOTTED SOMEWHERE ON THE GROUNDS.

ALTHOUGH I DOUBT EVEN HE WILL PRESENT MUCH CHALLENGE TO THIS BABY!

STILL, I'VE ALWAYS WONDERED HOW IT WOULD FARE AGAINST ONE OF THOSE OVER-RATED SUPER -- *HEY, MISTER!* YOU STILL ALIVE DOWN THERE?!

ALIVE --

-- *AND PUNCHING!*

WHAAA --?!

I...I DON'T BELIEVE IT! Y-YOU WERE FAKING ALL ALONG... BUT *WHY? WHY?!*

PATIENCE IS A VIRTUE, MY FRIEND.

I NEEDED TO LURE YOU INTO A SPECIFIC POSITION --

-- EVEN IF IT MEANT TEMPORARILY EXPOSING MYSELF TO YOUR MASSIVE FISTS!

GIVEN SUFFICIENT TIME, I AM CONFIDENT MY INJURIES WILL HEAL.

YOU, HOWEVER --

WILL NOT!

AWWWW, NOOO --!

GWAAA

-- BUT THEN I THINK OF ALL THE **BODIES** HE'S CASUALLY STREWN ABOUT, AND I UNLEASH A SWARM OF **SEDATIVE STINGERS**, LEFT OVER FROM MY HORNET GIG!

TALK TO ME TARANTULA! TELL ME WHAT MARINA DID TO YOU --!

SHE MADE ME LOVE HER --

-- AND THEN RAN OFF WITH OUR ***CHILD!***

YO-YOU MEAN THIS IS SOME OUT OF CONTROL ***CUSTODY BATTLE?!***

IT IS ***MORE!***

SO MUCH MORE!

SWELL! *I PUMPED HIM WITH ENOUGH* ***STINGERS*** TO TRANK A CHARGING RHINO, AND HE DIDN'T EVEN BLINK!

THE POWER OF THE ***BLACK TARANTULA*** HAS BEEN PASSED DOWN FROM FATHER TO SON FOR OVER ***SEVEN HUNDRED*** YEARS!

REALLY?! MAYBE IT'S TIME YOU GUYS GOT A NEW ACT!

YOU MOCK THAT WHICH YOU CANNOT UNDER-STAND!

MY SON IS ENTITLED TO SHARE IN OUR GLORIOUS ***LEGACY!***

IT IS HIS ***DESTINY*** TO SUCCEED ME!

IT IS HIS DUTY TO BECOME THE NEXT ***BLACK TARANTULA!***

Uh-Oh! HE'S POWERING UP HIS ***EYES,*** GETTING READY TO FRY ME WITH A ***CONCUSSIVE BLAST!***

YIKES! EVEN WITH THE EARLY WARNING FROM MY SPIDER-SENSE, I BARELY MANAGED TO AVOID IT!

THIS GUY IS REALLLY STARTING TO BUG ME!

YOU ARE ONLY PROLONGING THE INEVITABLE, MY FRIEND!

BUT, UNLIKE A MAN WHOSE LIFE IS NOW MEASURED IN MERE MOMENTS, TIME IS TRULY MY ALLY!

W-WHY IS THE BAD MAN CHASING US, MOMMA?

I-IS HE GONNA HURT US, MOMMA?

NO, MY DARLING! YOU MUSTN'T BE AFRAID!

YOUR FATHER WILL NEVER HARM... YOU!

PARKER'S WIFE KEEPS GIVING ME THE HAIRY EYEBALL, BUT SHE'S THE LEAST OF MY CURRENT PROBLEMS!

EVEN IF THE TARANTULA DOESN'T USE THIS AS AN OPPORTUNITY TO WIPE OUT HIS COMPETITION --

-- I CAN'T CONTINUE AS THE ROSE WITHOUT FORTUNATO'S SUPPORT!

UNLESS...

YOU HAVE NO RIGHT TO DECIDE YOUR SON'S FUTURE!

HE MIGHT PREFER WORKING IN A PIZZA SHOP TO JOINING THE FAMILY BUSINESS!

HE HAS A SACRED RESPONSIBILITY TO CONTINUE OUR LINE!

HE HAS NO CHOICE!

HEY! IT LOOKS LIKE YOU KNOCKED US INTO SOME KIND OF GAME ROOM!

YOU'D BETTER BE CAREFUL OF THAT JUKE BOX!

I HEAR THOSE OLD 45'S ARE EVEN MORE VALUABLE THAN SILVER AGE COMICS!

I CAN'T CONTINUE AT THIS PACE MUCH LONGER!

HERE'S HOPING I CAN BUY SOME BREATHING SPACE --!

YAHOO! THE TARANTULA NEVER EVEN BOTHERED TO DUCK!

MY IMPACT WEBBING IS RAPIDLY EXPANDING AROUND HIM, AND --

-- HE ISN'T VERY IMPRESSED BY IT!

YOU ONLY THINK OF ME AS A HEARTLESS MONSTER...BUT I AM ALSO THE BOY'S *FATHER!*

I HAVE ONLY HIS ***BEST INTERESTS*** AT HEART, AND I TRULY ***LOVE*** HIM!

CAN YOU POSSIBLY IMAGINE THE HIDEOUS *PAIN* A PARENT FEELS --

-- WHEN HE LOSES HIS ONLY *CHILD?!*

YES. I CAN...

AND I WON'T ALLOW YOU TO INFLICT THAT UNSPEAKABLE HORROR ON ***MARINA!***

YOU CANNOT STOP ME --!

NO ONE CAN!

WE'LL JUST SEE ABOUT THAT BUDDY BOY!

AS YOU MAY HAVE HEARD, WE SPIDERS ARE AN INCORRIGIBLE BREED!

I DON'T CARE WHAT IT TAKES, I WILL EVENTUALLY FIND A WAY TO TAKE YOU DOWN!

YOU ***HEAR*** ME, TARANTULA --?

I'LL FIND A WAY!

GIVEN SUFFICIENT *TIME*, I ALMOST BELIEVE YOU WOULD...

BUT *TIME* IS YOUR *MASTER* AND MY *SERVANT!*

HOO-BOY! YOU REALLY NEED TO DOWN-SHIFT ON THE MELODRAMA. YOU'RE STARTING TO BORE ME.

MAYBE YOU SHOULD TAKE A ***PERSONALITY IMPROVEMENT COURSE!***

I HEAR THEY'RE OFFERED AT ALL THE FINER ***PRISONS!***

SINCE TIME IS SO MEANINGLESS TO YOU, I'M SURE YOU WON'T EVEN BALK AT RECEIVING A FEW DOZEN ***LIFE SENTENCES!***

MY LEFT ARM IS KILLING ME!

MY VISION IS STARTING TO BLUR --

*-- AND I JUST REMEMBERED I HAVE A LIBRARY BOOK THAT'S **OVERDUE!***

*I WISH I WAS HALF AS CONFIDENT AS I'M TRYING TO SOUND, BUT I'M ALREADY **FADING** --*

-- AND HE'S AS STRONG AS EVER!

IT'S **CRUNCH TIME!** I HAVE TO POOL ALL MY REMAINING **STRENGTH**, ALL MY DWINDLING **POWER**, INTO ONE LAST DITCH EFFORT TO **SURVIVE** --!

YOUR COURAGE IS QUITE ***ADMIRABLE***, SPIDER-MAN...

BUT EACH NEW BLOW IS DECIDEDLY ***WEAKER*** THAN THE ONE BEFORE IT!

THAT'S ONLY BECAUSE I'M SAVING THE BEST FOR LAST!

I OWE IT TO MY FAITHFUL FANS TO DELIVER A BIG ***FINALE!***

TH-THEY'RE GETTING ***CLOSER*** --!

W-WE... WE'RE ALL GONNA ***DIE!***

DANTE, ***PLEASE*** --! YOU'RE SCARING ***FABIAN!***

THE CHILD HAS REASON TO ***FEAR***, MADAM... *AS DO WE ALL!*

PETER...

Oh, GOD!

POOR PETER!

NOW'S MY CHANCE --

"-- WHILE EVERYONE'S ATTENTION IS FOCUSED ON THE FIGHT --

"-- I CAN KNOCK OFF THE OLD MAN --

"-- ELIMINATE ALL THE WITNESSES --

"-- AND LEAVE BEFORE THE ***TARANTULA*** ARRIVES!"

KRATAPATWOOM

I...I GAVE IT MY ALL!

TH-THREW EVERYTHING I HAD AT HIM!

B-BUT MY BEST JUST WASN'T GOOD ENOUGHHH=

I-IT'S HIM!

H-HE'LL SLAUGHTER US ALLLLL=

MOMMA! MOMMA!

P-PLEASE SAVE ME FROM THE BAD MAN --!

MY GOD, CARLOS --!

YOU'RE ***TERRIFYING*** YOUR SON!

IS THIS HOW YOU WANT HIM TO SEE YOU? AS A ***MADMAN?! A MURDERER?!***

I KNOW YOU MUST HATE ME...BUT HOW CAN YOU DO THIS TO ***HIM?!***

HE'S ONLY A CHILD, CARLOS!

THINK HOW YOU ***FELT*** WHEN YOU WERE RIPPED FROM YOUR OWN MOTHER'S ARMS!

TRY TO REMEMBER WHAT IT WAS LIKE WHEN YOUR FATHER FORCED YOU TO BEGIN ***TRAINING.***

FORCED YOU TO START PREPARING FOR THE DAY WHEN YOU WOULD BECOME THE ***BLACK TARANTULA!***

KEEP TALKING, LADY! WITH A LITTLE LUCK, I CAN CAP THE *TARANTULA* --

-- ALONG WITH THE REST OF YOU!

OMIGOSH! THAT'S JAKE CONOVER, BUT WHAT IS HE --

THE TARANTULA!

HE'S GOING TO BLAST THE TARANTULA UNLESS --

WHAT THE -- *HEY!?*

IMPACT WEBBING, YOU'VE MANAGED TO REDEEM YOURSELF!

*THE **BLACK TARANTULA** GLANCES TOWARD ME, HIS EYES BURNING WITH UNASKED QUESTIONS, SO I SUCK IT UP AND TRY TO LOOK LIKE A MAN WHO ACTUALLY HAS A CHANCE OF REMAINING CONSCIOUS OVER THE NEXT TWO MINUTES...*

W-WHAT'S IT GONNA BE, PAL?

D-DO WE FINISH THIS FIGHT?

O-OR ARE YOU GOING TO SURRENDER LIKE A GENTLEMAN?

A TENSE, ICY MOMENT OF SILENCE PASSES, FOLLOWED BY ANOTHER...

AND THEN, EVEN AS MY KNEES START TO BUCKLE, THE BLACK TARANTULA SLOWLY TURNS AWAY...

I FIND NEITHER CHOICE... ACCEPTABLE.

WA-WAIT! WH-WHERE DO YOU THINK YOU'RE GOING?

THIS BATTLE IS OVER, SPIDER-MAN.

YOU AND MARINA HAVE PREVAILED.

D-DO YOU REALLY THINK... TH-THAT I...THAT I'LL JUST LET YOU WALK AWAY?

ASIDE FROM CRAWLING AFTER ME, YOU ARE WITHOUT OPTIONS.

YOU HAVE REASON TO FEEL PROUD OF YOURSELF, SPIDER-MAN...

OF ALL WHOM I HAVE EVER FOUGHT...

YOU ALONE HAVE SURVIVED MY WRATH UNHOLY!

IS THIS REALLY THE END, CARLOS? CAN FABIAN AND I FINALLY STOP RUNNING?

I LEAVE OUR SON IN YOUR HANDS, MARINA...

...FOR NOW!

BUT I AM STILL THE BLACK TARANTULA --

-- AND I CAN AFFORD TO BE PATIENT!

END